

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-11967 (JKS)
(Jointly Administered)

NOTICE OF APPEAL OF ORDER (I) APPROVING THE ASSET PURCHASE AGREEMENT, (II) AUTHORIZING AND APPROVING THE SALE OF CERTAIN OF THE DEBTORS' ASSETS FREE AND CLEAR OF ALL CLAIMS, LIENS, RIGHTS, INTERESTS, ENCUMBRANCES, AND OTHER ASSUMED LIABILITIES AND PERMITTED ENCUMBRANCES, (III) AUTHORIZING AND APPROVING THE ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES, AND (IV) GRANTING RELATED RELIEF

PLEASE TAKE NOTICE that administrative claimant Roundtripping Ltd. ("Roundtripping" or the "Administrative Claimant"), by and through undersigned counsel, hereby appeals to the United States District Court for the District of Delaware pursuant to 28 U.S.C. §§ 158(a), 158(c)(2) and 1292(a)(1), and Rules 8002 and 8003 of the Federal Rule of Bankruptcy Procedure from (i) the *Order (I) Approving the Asset Purchase Agreement, (II) Authorizing and Approving the Sale of Certain of the Debtors' Assets Free and Clear of All Claims, Liens, Rights, Interests, Encumbrances, and Other Assumed Liabilities and Permitted Encumbrances, (III) Authorizing and Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (IV) Granting Related Relief* [D.I. 1556] entered on January 2, 2025 in the

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors' corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

above-captioned case (the “Sale Order”) and (ii) the *Order Shortening Notice of Motion of Debtors for Entry of An Order (I) Approving Sale of Debtors’ Assets Free and Clear of Liens, Claims, Interests, and Encumbrances, (II) Authorizing the Debtors to Enter Into and Perform Under the GBRP APA, (III) Authorizing Assumption and Assignment of Executory Contracts and Unexpired Leases, and (IV) Granting Related Relief* [D.I. 1449] entered on December 27, 2024 (the “Order Shortening Time”), including, without limitation, any and all orders, judgments, decrees, decisions, rulings, and opinions that may subsequently be entered regarding the Sale Order or the Order Shortening Time.

PLEASE TAKE FURTHER NOTICE that the names of all parties to the Sale Order and the Order Shortening Time and the names, addresses, and telephone numbers of their attorneys are as follows:

| | <u>PARTY</u> | <u>ATTORNEYS</u> |
|----|--|--|
| 1. | Big Lots Inc., <i>et al.</i> - Debtors | <p>MORRIS, NICHOLS, ARSHT & TUNNELL LLP Robert J. Dehney, Sr. (No. 3578) Andrew R. Remming (No. 5120) Tamara K. Mann (No. 5643) Sophie Rogers Churchill (No. 6905)</p> <p>Casey B. Sawyer (No. 7260) 1201 N. Market Street, 16th Floor Wilmington, DE 19801 Tel: (302) 658-9200 rdehney@morrisnichols.com aremming@morrisnichols.com tmann@morrisnichols.com srchurchill@morrisnichols.com csawyer@morrisnichols.com -and-</p> <p>DAVIS POLK & WARDWELL LLP</p> <p>Brian M. Resnick (admitted <i>pro hac vice</i>) Adam L. Shpeen (admitted <i>pro hac vice</i>)</p> |

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| | | <p>James I. McClammy (admitted <i>pro hac vice</i>) Stephen D. Piraino (admitted <i>pro hac vice</i>) Ethan Stern (admitted <i>pro hac vice</i>) 450 Lexington Avenue New York, NY 10017 Tel.: (212) 450-4000 brian.resnick@davispolk.com adam.shpeen@davispolk.com james.mcclammy@davispolk.com stephen.piraino@davispolk.com ethan.stern@davispolk.com <i>Counsel to the Debtors and Debtors in Possession</i></p> |
| 2. | Gordon Brothers Retail Partners, LLC – Buyer | <p>GORDON BROTHERS RETAIL PARTNERS, LLC 101 Huntington Avenue, 11th Floor Boston, MA 02199 Attn: Richard Edwards; David Braun E-mail: redwards@gordonbrothers.com dbraun@gordonbrothers.com</p> <p>with a copy to:</p> <p>RIEMER & BRAUNSTEIN LLP Times Square Tower Seven Times Square, Suite 2506 New York, NY 10036 Attn: Steven E. Fox Email: sfox@riemerlaw.com</p> |
| 3. | Roundtripping Ltd. – Appellant | <p>GIBBONS P.C. Katharina Earle (No. 6348) 300 Delaware Avenue (suite 1015) Wilmington, DE 19801-1671 Telephone: (302) 429-6294 Email: kearle@gibbonslaw.com</p> <p>-and-</p> <p>Mark B Conlan, Esq (<i>admitted Pro Hac Vice</i>) One Gateway Center Newark, New Jersey 07102 Tel: 973-596-4545 E-mail: mconlan@gibbonslaw.com</p> <p><i>Attorneys for Roundtripping Ltd.</i></p> |

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| 4. | Andrew Vara, United States Trustee Region 3 | <p>Linda J. Casey, Esq., Trial Attorney United States Department of Justice OFFICE OF THE UNITED STATES TRUSTEE J. Caleb Boggs Federal Building 844 King Street, Suite 2207, Lockbox 35 Wilmington, DE 19801 Tel: (302) 573-6491 Linda.Casey@usdoj.gov</p> |
| 5. | Official Committee of Unsecured Creditors | <p>COLE SCHOTZ P.C. Justin R. Alberto Stacy L. Newman 500 Delaware Avenue, Suite 1410 Wilmington, DE 19801 Tel: (302) 652-3131 jalberto@coleschotz.com snewman@coleschotz.com</p> <p>- and -</p> <p>MCDERMOTT WILL & EMERY LLP Darren Azman Kristin K. Going Stacy Lutkus Natalie Rowles One Vanderbilt Avenue New York, NY, 10017 Tel: (212) 547-5400 dazman@mwe.com kgoing@mwe.com salutkus@mwe.com nrowles@mwe.com</p> |

Dated: January 16, 2025
Wilmington, Delaware

GIBBONS P.C.

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